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650 TOWN CENTER DRIVE, SUITE 2000
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SAN FRANCISCO OFFICE

505 MONTGOMERY STREET, SUITE 1900
SAN FRANCISCO, CALIFORNIA 94111-2562
PHONE (415) 391-0600, FAX 395-8095

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135 COMMONWEALTH DRIVE
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20 CECIL STREET, SUITE 25-02
THE EXCHANGE, SINGAPORE 049705
PHONE + 65-536-1161, FAX 536-1171

TOKYO OFFICE

INFINI AKASAKA, 8-7-15, AKASAKA, MINATO-K
TOKYO 107-0052, JAPAN
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RECEIVED

JUN 14 2000

June 14, 2000

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Ms. Magalie Roman Salas, Secretary
Federal Communications Commission
455 12th Street, S.W., TW-A325
Washington, DC 20554

Re: CC Docket No. 94-129/ Supplement to Spectra Communications Group,
LLC, Petition for Waiver

Dear Ms. Salas:

This letter is to supplement the Petition for Waiver filed by Spectra Communications Group, LLC, ("Spectra") on May 11, 2000.

As Spectra indicated in its Petition, it will disseminate among customers in the Exchanges various notifications and disclosures, both before and after the transfer. In addition to the notifications discussed in Spectra's Petition, prior to the transfer Spectra will also send a letter to all customers in the Exchanges reminding them of the transfer and of their ability to choose inter- and intraLATA toll carriers. That letter will also make explicit that there will be no switching fees or other charges to customers as a result of the transfer. The letter will include language substantially in the form of Attachment A hereto.

Enclosed herewith as Attachments B, C, and D are forms of the notifications that were discussed in Spectra's Petition. They will be sent to customers before, roughly contemporaneous with, and after the transfer, respectively.

In addition to the various notifications and commitments discussed in its Petition, Spectra will also commit to resolve, in cooperation with GTE as necessary, any customer complaints that arise after it begins service in the Exchanges. Spectra has established, and will

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List A B C D E

LATHAM & WATKINS

Magalie Roman Salas

June 14, 2000

Page 2

notify the transferred customers of, several toll-free customer service numbers that may be used to resolve any customer complaints that arise.

Please feel free to contact the undersigned should you have any questions. The original and one copy of this letter are enclosed.

Very truly yours,

A handwritten signature in black ink, appearing to read 'W. S. Carnell', with a long horizontal flourish extending to the right.

William S. Carnell
of Latham & Watkins

cc: Katherine Schroeder
Michele Walters
William Cox

EXHIBIT A

Dear Customer:

Spectra (an affiliate of CenturyTel) will soon be your local telephone provider when its purchase of GTE local telephone service in Missouri becomes final. This change in ownership will not affect your local or long distance service.

GTE currently offers interstate long distance and regional (intraLATA or "in-state") long distance to its customers in Arkansas in two ways -- through GTE Long Distance (offering both interstate and regional long distance) and GTE Network Services (regional long distance provided by the local telephone company). The regional long distance provided by GTE Network Services will become CenturyTel Long Distance following the sale. There will be no charge to customers for this change. Customers who currently use GTE Long Distance or any other long distance provider (including CenturyTel Long Distance) for interstate or regional long distance will retain their service after the sale.

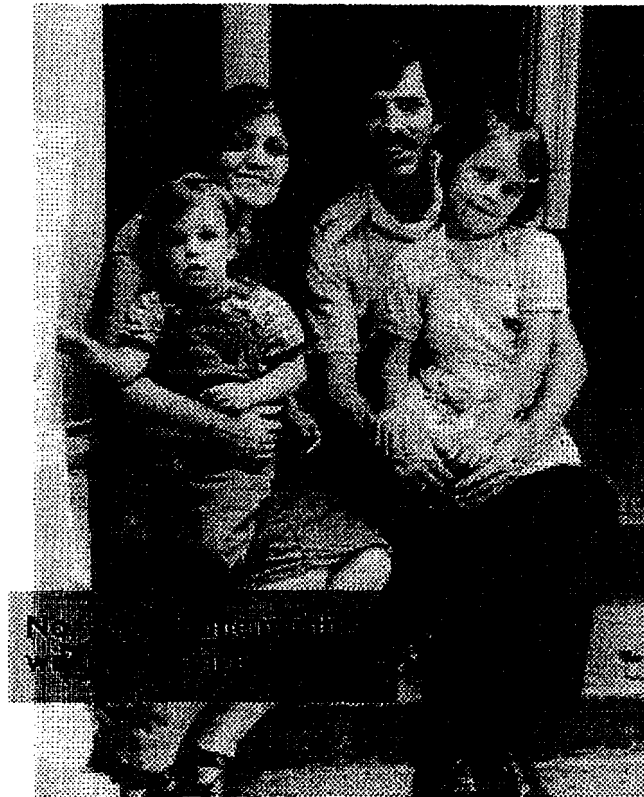
Customers who subscribe to a GTE Optional Calling Plan (OCP) do not need to change service to retain their calling plan. Those plans are part of the GTE Network Services long distance tariff, which will be assumed by Spectra following the sale.

Customers have the option of choosing their interstate and regional long distance companies. After the close of the sale, a separate notification will be mailed to customers explaining how to exercise their choice of interstate and regional long distance provider.

For more information, call 800-251-6046.

Sincerely,

EXHIBIT B



Soon, the phone company name on your bill will change to CenturyTel. You'll keep your rates, your long distance company, your Internet service provider, and, of course, your phone number. Even business customers can continue to buy Yellow Pages advertising in the phone directory.

So, how does this change affect you? Well, your local phone service will simply transfer to CenturyTel. Your inside wire and telephone maintenance plans will transfer to CenturyTel, too. And when you pick up the phone, you'll hear the same dial tone you've always heard. We're sure you will have questions, so take a look on the back.



Questions And Answers About The Transition

Q: Why is GTE leaving this community?

We are selling some of our service areas to pursue other business goals. But, our relationship with you does not end here. Even though your local service will be with another company, you can still enjoy great GTE services, such as long distance, Internet access and more.

Q: Do I have to call CenturyTel to continue phone service?

No. If you're a GTE customer now, your phone service automatically continues with CenturyTel.

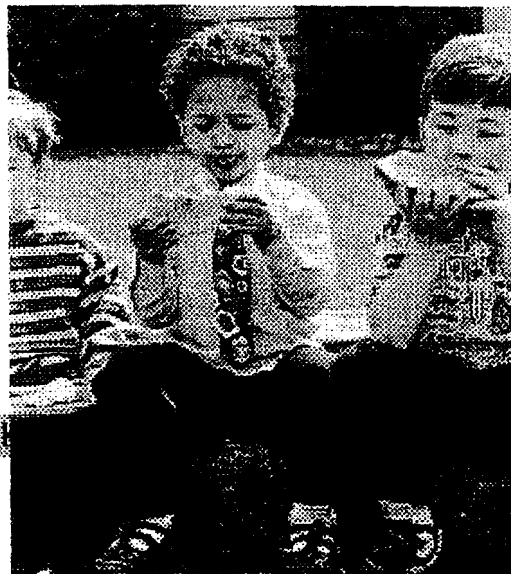
Q: Will my long distance company and Internet service provider remain the same?

Yes. Your long distance company and Internet service provider will be the same unless you decide to change them. However, your billing for these services may change. Your long distance company and Internet service provider will contact you about any changes. Additionally, CenturyTel will provide service for long distance calls placed within your regional service area, unless you have selected a company for those calls.

Q: Will the date of my telephone bill change?

CenturyTel does not anticipate a change at this time; however, they will notify you if your bill payment date changes.





The name on your next phone bill will be CenturyTel.

We know you'll continue to enjoy your long distance, features,
Internet service, rates and Yellow Pages advertising as much as
before. And you'll enjoy the same great service that won't be
interrupted. Thank you for letting us serve you.



----- DO NOT PRINT DOTTED LINE OR BELOW -----

T3637-1 • C0614 • GTE		<i>Pick-up from Exchange by cfb 2/2/00</i>	
Path: green:GTE_NR_Direct:Jobs:T:Jobs:T3000:Jobs:T3637-1_C0614_Ark_Insert_2			
Trim: 4" x 6.5"		Bleed: 1/8" Inks Used: 2/C Proof: #9 • 4/27/00 10:00am	
Page#: 1 of 2 Doc Created: 2/2/00		Printed From: tw - rev.	
CPS Approvals: Proofreader _____ CheckOut _____			
Agency Approvals:	INITIALS	DATE	Supervisors:
Proofreader	_____	_____	Acct. Sup.
Copywriter	_____	_____	Mgmt. Sup.
Art Director	_____	_____	Prod. Mgr.
Creative Director	_____	_____	Client Approval:
Account Exec.	_____	_____	INITIALS
			DATE

TEMERLIN McCLAIN

JOB #: C0614
TITLE: REPOSITIONING BILL INSERTS
PRODUCTION MANAGER: ROBYN HARRIS (972) 830-4750
PROJECT/TRAFFIC MGR.: KEEVA SUCHER
AAE/AE: PERRYMAN/FICK
SIZE & COLOR: 4" X 6-3/4" - 2/C
SHIP: 5/00

Whom Do You Call?

You are probably wondering how to reach

CenturyTel for assistance.

*Here's a list of easy-to-use numbers when you
need to reach them:*

Residence customers

business office 1-800-201-4099

Business customers

business office 1-800-201-4102

Repair 1-800-824-2877

We thank you for your loyalty and wish

CenturyTel the best in serving you.



GTE-039-OOPARIQ2

----- DO NOT PRINT DOTTED LINE OR BELOW -----

T3637-1 • C0614 • GTE		Pick-up from Exchange by clfb 2/2/00	
Path: green:GTE_NR_Direct:Jobs:T3000:Jobs:T3637-1_C0614_Ark_Insert_2			
Trim: 4" x 6.5" Bleed: 1/8" Inks Used: 2/C Proof: #8 • 4/27/00 10:00am			
Page#: 2 of 2		Doc Created: 2/2/00 Printed From: tw - rev.	
CPS Approvals: Proofreader _____ CheckOut _____			
Agency Approvals: INITIALS DATE		Supervisors: INITIALS DATE	
Proofreader _____		Acct. Sup. _____	
Copywriter _____		Mgmt. Sup. _____	
Art Director _____		Prod. Mgr. _____	
Creative Director _____		Client Approval: INITIALS DATE	
Account Exec. _____		_____	

TEMERLIN McCLAIN

JOB #: C0614

TITLE: REPOSITIONING BILL INSERTS

PRODUCTION MANAGER: ROBYN HARRIS (972) 830-4750

PROJECT/TRAFFIC MGR.: KEEVA SUCHER

AAE/AE: PERRYMAN/FICK

SIZE & COLOR: 4" X 6-3/4" - 2/C

SHIP: 5/00

EXHIBIT C



Spectra Communications Group, L.L.C.
8800 Blue Ridge Boulevard, Suite 100
Kansas City, MO 64138
Tel 816 779 8100
Fax 816 779 8200

DRAFT

Dear Customer:

Welcome to the Spectra Communications Group (*an affiliate of CenturyTel*) family! We are excited to be your new local telephone provider here in Missouri as of July 31, 2000, (*pending regulatory approval*).

With this acquisition, Spectra Communications Group will acquire over 130,000 lines, provide advanced and affordable telephone service, long distance, internet access, and other services such as wireless and security monitoring (*available in the future in some areas*.)

The employees of Spectra Communications Group and CenturyTel are striving to be the premier provider of telecommunications services in the non-urban markets in the United States. We will provide advanced telecommunications services at competitive prices to our communities, and the employees will have the communications tools they need to compete in the Information Age.

To better serve you, we have established the following numbers for you to call with your service and billing questions.

Here's how to reach us:

Residential Customer Service:.....	800-201-4099	(8 a.m. to 7 p.m. M-F; 8 a.m. to 5 p.m. Sat.)
Business Customer Service:.....	800-201-4102	
Questions Regarding Long Distance Calls:	800-251-6046	(24-Hours, 7 days)
Telephone Repair:.....	800-824-2877	(24-Hours, 7 days)
TDD (<i>Telecommunications Device for the Deaf</i>): 800-658-9033		(8 a.m. to 7 p.m. M-F; 8 a.m. to 5 p.m. Sat.)

The most notable change you will see will be your monthly phone bill from Spectra. Your first phone bill will include information about payments, connect check (*our automatic bank draft program*), information regarding your intraLATA carrier, and information on how to read your new phone bill. You will also receive regular updates regarding services and special promotions.

As part of the acquisition, Spectra will purchase local service and regional long distance (*intraLATA toll*) service from GTE. Although you may choose your regional long distance provider, if you currently have GTE regional long distance service, Spectra will become your regional long distance provider, unless you select another carrier. This change will not impact your current optional calling plans. If you wish to keep your current plans, simply do nothing.

The communities we serve are very important to us. Our financial contributions and employee volunteer programs are designed to help the communities grow and improve the quality of life. Spectra Communications Group is honored to be a part of the community and we are looking forward to serving you.

Sincerely,

Will Kazenski
Vice President
Missouri Division

An Affiliate of **CENTURYTEL**

EXHIBIT D

CenturyTel Is Now Your IntraLATA Toll Provider

Effective August 1, 2000, CenturyTel will begin providing your intraLATA toll calls as a result of CenturyTel's recent purchase of GTE's properties in your area. What this means is that long distance (toll) calls placed and completed within your local calling area (LATA) will be billed by CenturyTel. Your service and rates will not change. We're confident that you'll be satisfied with CenturyTel's service, however, you still have the right to change your intraLATA carrier at any time. For additional information about your LATA, please see the back of this notice.

If you have any questions, please contact your CenturyTel Customer Service Representative at 1-800-201-4099.

CENTURYTEL

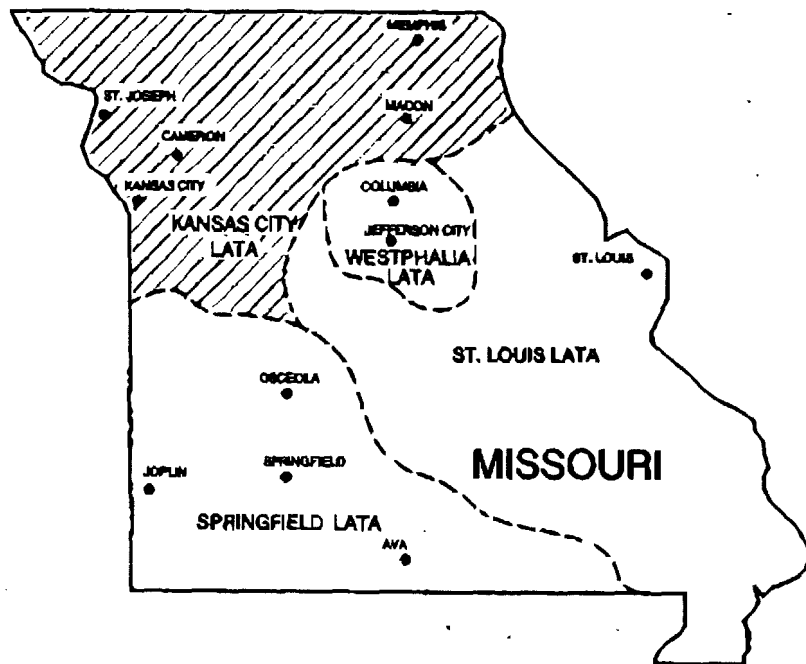
3125



- ☒ Proof OKAY as is. 5/15
☐ Make corrections as indicated
☐ Correct and submit another proof.

This is exact copy as your job will be printed.
You are responsible for any errors.

Signature 



Questions About LATA's

1. What is a LATA?
LATA (Local Access and Transport Area) is a geographic area within the local telephone company that provides local and long distance service, plus access to the telephone network.
2. Why do we have LATAs?
With the divestiture of the Bell Operating Companies and the separation of exchange and interexchange telecommunications functions, guidelines were established for LATAs.
3. How many LATAs are there?
MISSOURI is divided into 4 calling areas or LATAs. They are KANSAS CITY, WESTPHALIA, SPRINGFIELD AND ST. LOUIS. (see map)
4. What is an intraLATA call?
An intraLATA call is a call made within your calling area. For example: a call made from OSCEOLA to SPRINGFIELD would be an intraLATA call.
5. What is an interLATA call?
An interLATA call is a call made outside your calling area. For example: a call made from ST. LOUIS to SPRINGFIELD would be an interLATA call.

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- ☒ Proof OKAY as is. 4/28
- ☐ Make corrections as indicated.
- ☐ Correct and submit another proof.

This is exact copy as your job will be printed.
You are responsible for any errors.

Signature [Signature]

IMPORTANT INFORMATION CONCERNING YOUR BILL

Due to CenturyTel's recent acquisition of the GTE properties in your area, your bills and payments will be processed at CenturyTel's Data Processing Center in Marion, Louisiana. Your billing date may change, therefore, this bill may reflect more than one month of charges.

If you currently pay your telephone bill by bank draft, or are interested in paying your telephone bill by bank draft, call our Customer Service Center to enroll in our Connect Check Plan.

Customer Service Center 1-800-201-4099

Repair Service Center 1-800-824-2877

Welcome to CenturyTel. We look forward to serving you.

The logo for CenturyTel, featuring the word "CENTURYTEL" in a bold, sans-serif font. The "Y" is stylized with a horizontal line through it, and the "T" has a vertical line through it. The entire logo is enclosed in a thin, curved border.

☒ Proof OKAY as is.

☐ Make corrections as indicated.

☐ Correct and submit another proof.

This is exact copy as your job will be printed.
You are responsible for any errors.

Signature Cindy Woods

T-034 P.02/03 J-5-491

318-323-0626

MAY-18-00 08:47 From: CENTURY BUSINESS COMMUNICATIONS

3127

